

# U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

### INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

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OMB Number: 3235-0104 Expires: January 31, 2005

Estimated average burden hours per response . . . 0.5

Name and Address of Reporting Person*		2. Date of Event	4.	Issuer Name and Ti	ol						
Stephen B. Ashley		Requiring Statement (Month/Day/Year)		Federal National Mortgage Asse			on (Fannie Mae) FNM				
First Middle Last		(Monan Bay) ( car)	5.	Relationship of Reporting Person(s) to			6. If Amendment, Date of Original (Month/Day/Year)				
c/o Fannie Mae		March 31, 2003		Issuer (Check all Ap	pli	icable)					
3900 Wisconsin Avenue, NW		I.R.S. Identification Number of Reporting Person, if an entity		✓ Director		10% Owner	7. Individual or Joint/Group Filing (Check Applicable Line)				
Street				Other (specify Officer			Form filed by One Reporting Person				
Washington D.C. 20016		(voluntary)		below)	(give title below)		Form filed by More than One Reporting Person				
City State Zip											
		Table I - Noi	erivative Securities	Ве	eneficially Owned						
Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4)	3.	Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4.	· Nature of Indirect	Beneficial Ownership (Instr. 5)				
Common Stock		18,151		D							
Common Stock		1,200		I		By Spouse					

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

<sup>\*</sup> If the form is filed by more than one reporting personsee instruction 5(b)(v).

### FORM 3 (continued)

## Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities

(e.g., puts, calls, warrants, options, convertible securities											
Title of Derivative Security (Instr. 4)	2.		ble and Expiration ( th/Day/Year)	3.	Title and Amount of Sec Derivative Securi	Conversion or     Exercise Price of     Derivative     Security	5.	Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6.	Nature of Indirect Beneficial Ownership (Instr. 5)	
		Date Exercisable	Expiration Date		Title	Amount or Number of Shares			(Instr 5)		
Stock Option (right to buy)		Current	5/21/08		Common Stock	2,000	\$60.3125		D		
Stock Option (right to buy)		Current	5/20/09		Common Stock	4,000	\$68.0625		D		
Stock Option (right to buy)		Current	5/18/10		Common Stock	4,000	\$62.50		D		
Stock Option (right to buy)		Current	5/20/11		Common Stock	4,000	\$75.56		D		
Stock Option (right to buy)		Current	5/21/12		Common Stock	4,000	\$78.885		D		

	/s/ Stephen B. Ashley	March 31, 2003
Explanation of Responses:	** Signature of Reporting Person	Date
Explanation of recoposition.		

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

#### LIMITED SIGNATORY POWER

By this Limited Signatory Power the undersigned authorizes and designates each of Thomas Donilon and Iris Aberbach to execute and file on behalf of the undersigned all Forms 3, 4 and 5 (including any exhibits, attachments and amendments thereto) that the undersigned may be required to file with the Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Fannie Mae. The authority of Thomas Donilon and Iris Aberbach under this Limited Signatory Power shall continue until the undersigned is no longer required to file Forms 3, 4 and 5 with regard to his or her ownership of or transactions in securities of Fannie Mae, unless earlier revoked in writing. The undersigned acknowledges that Thomas Donilon and Iris Aberbach are not assuming, nor is Fannie Mae assuming, any of the undersigned's responsibilities to file Forms 3, 4 and 5 or otherwise comply with any related laws or regulations.

/s/ Stephen B. Ashley

Stephen B. Ashley

Date: March 26, 2003